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A PROFESSIONAL ASSOCIATION

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19170

JAN 10 1995 8:00 PM

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GUY MITCHELL, JR. (1912-1986)

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OF COUNSEL
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WILLIAM J. THREADGILL
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BURNLEY F. THREADGILL
*ALSO ADMITTED IN TN

OTHER OFFICES:
CORINTH, MS
JACKSON, MS
MEMPHIS, TN
OXFORD, MS
TUPELO, MS

January 4, 1995

Interstate Commerce Commission
Recordation Department
12th & Constitution Avenue Northwest
Room 2311
Washington D.C. 20423

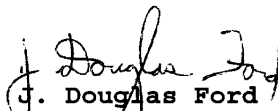
Re: Financing Statement for Columbus and Greenville Railway
Company

Dear Filing Officer:

Enclosed please find the original and one copy of a Financing Statement covering locomotives owned by the Columbus and Greenville Railway Company of Columbus, Mississippi that have been pledged as collateral for a loan from Deposit Guaranty National Bank in Columbus, Mississippi. Pursuant to 49 U.S.C. §11303, I would appreciate you filing the original financing statement and returning the copy stamped "Filed" in the enclosed self-addressed envelope. Also enclosed please find a check in the amount of \$21.00 for the filing fee.

If you have any questions, or if anything further is needed, please contact me. With kindest regards, I remain

Very truly yours,


J. Douglas Ford

JDF/mwj
Enclosure

30489.1



Interstate Commerce Commission
Washington, D.C. 20423-0001

Office Of The Secretary

JANUARY 10, 1995

J. DOUGLAS FORD
MITCHELL, McNUTT, THREADGILL
SMITH & SAMS
215 5TH STREET NORTH
P O BOX 1366
COLUMBUS MISSISSIPPI 39703-1366

Dear J. DOUGLAS FORD:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of
the Interstate Commerce Act, 49 U.S.C. 11303, on 1/10/95 at 3:35PM , and
assigned recordation number(s). 19170

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

FINANCING STATEMENT

This Financing Statement is presented to the Recordation Office of the Interstate Commerce Commission pursuant to 49 U.S.C. §11303.

1. Debtor:

Columbus and Greenville Railway Company
Debtor/Business Name

Post Office Box 6000
Mailing Address

Columbus MS Lowndes 39703
City State/County /Zip

Type of Debtor: Railway Corporation

2. Secured Party:

Deposit Guaranty National Bank
Secured/Business Name

710 Main Street
Address

Columbus MS Lowndes 39701
City State/County /Zip

Type of Secured Party: Financial Institution

3. This Financing Statement covers the following types (or items) of property:

The locomotives which are more fully identified on Exhibit "A" which is attached hereto and incorporated herein be reference.

4. Number of additional sheets attached: 1.

5. The purpose of this Financing Statement is to provide notice that Deposit Guaranty National Bank has a security interest in the locomotives more fully described in paragraph 3 above as collateral for a loan to the Columbus and Greenville Railway Company in the event of default as that term is more fully defined in the financing agreement dated November 30, 1994 by and between Deposit Guaranty National Bank and the Columbus and Greenville Railway Company.

6. This Financing Statement is filed with: the Interstate Commerce Commission.

Rog D. Bell
Signature of Debtor, Columbus
and Greenville Railway Company
RUM 11/30/94
DATE SIGNED

Robert L. Maddox, EVP
Signature of Secured Party,
Deposit Guaranty National Bank
11/30/94
DATE SIGNED

STATE OF MISSISSIPPI

COUNTY OF LOWNDES

Personally appeared before me, the undersigned Notary Public in and for the County and State aforesaid, Roger D. Bell, as President of the Columbus and Greenville Railway Company, who acknowledged before me that he signed and delivered the above and foregoing Financing Statement on the day and year and for the purposes therein mentioned, for and on behalf of said corporation, he being authorized so to do.

Given under my hand and official seal on this the 30th day of November, 1994.

Cynthia Rose Rivers
NOTARY PUBLIC

(S E A L)

My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES: Jan. 8, 1996.
~~BONE TO THIRLNOTARY PUBLIC UNDERWRITERS~~

STATE OF MISSISSIPPI

COUNTY OF LOWNDES

Personally appeared before me, the undersigned Notary Public in and for the County and State aforesaid, Robert Maddox, as ^{EXECUTIVE} Vice-President of Deposit Guaranty National Bank, who acknowledged before me that he signed and delivered the above and foregoing Financing Statement on the day and year and for the purposes therein mentioned, for and on behalf of Deposit Guaranty National Bank, he being authorized so to do. CRR
RLM

Given under my hand and official seal on this the 30th day of November, 1994.

Cynthia Rose Rivers
NOTARY PUBLIC

(S E A L)

My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE.
MY COMMISSION EXPIRES: Jan. 5, 1996.
BONDED THROUGH MISSISSIPPI NOTARY PUBLIC UNDERWRITERS.

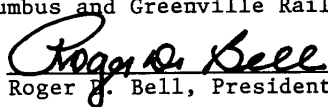
EXHIBIT "A"

- 1 1952 Locomotive #805, Model #EMD-CF-7, Builder #8052
- 1 1952 Locomotive #621, Model #EMD-GP-7, Builder #17358
- 1 1952 Locomotive #7004, Model #EMD-CF-7, Builder # n/a
- 1 1952 Locomotive #608, Model #EMD-GP-7, Builder #17345
- 1 1952 Locomotive #618, Model #EMD-GP-7, Builder #17355
- 1 1952 Locomotive #615, Model #EMD-GP-7, Builder #17352
- 1 1952 Locomotive #614, Model #EMD-GP-7, Builder #17351
- 1 1955 Locomotive #701, Model #EMD-GP-9, Builder #60-E-21
- 1 1955 Locomotive #702, Model #EMD-GP-9, Builder #57-D-7862
- 1 1952 Locomotive #801, Model #EMD-CF-7, Builder #51-D-220
- 1 1952 Locomotive #802, Model #EMD-CF-7, Builder #52-K-77
- 1 1952 Locomotive #803, Model #EMD-CF-7, Builder #53-F-101
- 1 1952 Locomotive #804, Model #EMD-CF-7, Builder #A51-10160
- 1 1952 Locomotive #806, Model #EMD-CF-7, Builder #52-K-21
- 1 1952 Locomotive #807, Model #EMD-CF-7, Builder #2248
- 1 1952 Locomotive #808, Model #EMD-CF-7, Builder #8273
- 1 1952 Locomotive #809, Model #EMD-CF-7, Builder #53-C-185
- 1 1952 Locomotive #810, Model #EMD-CF-7, Builder #7434

Signed for identification:

Columbus and Greenville Railway Company

by:


Roger J. Bell, President

November 30, 1994